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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

IpLEARN, LLC,

Plaintiff,

v.

BEELINE.COM, INC., *et al.*,

Defendants.

Civil Action No. 11-825-RGA

**STIPULATION AND [PROPOSED] ORDER OF DISMISSAL WITH PREJUDICE
AS TO DEFENDANT BEELINE.COM, INC.**

IT IS HEREBY STIPULATED AND AGREED, by and between Plaintiff IpLearn, LLC ("IpLearn") and Defendant Beeline.com, Inc. ("Beeline"), pursuant to Fed. R. Civ. P. 41(a)(2) and (c) and subject to the approval of the Court, that all claims and counterclaims in this action are hereby dismissed WITH PREJUDICE, with each party to bear its own costs, expenses and attorneys' fees.

January 7, 2013

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RICHARDS, LAYTON & FINGER, P.A.

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IT IS SO ORDERED this 8th day of January 2013.


UNITED STATES DISTRICT JUDGE